

FORM PTO-1618A
Expires 05/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- ☒ New
- ☐ Resubmission (Non-Recordation)
Document ID #
- ☐ Correction of PTO Error
Reel # Frame #
- ☐ Corrective Document
Reel # Frame #

Conveyance Type

- ☐ Assignment ☐ License
- ☐ Security Agreement ☐ Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- ☐ Merger
- ☐ Change of Name
- ☐ Other Security Interest

Conveying Party

☐ Mark if additional names of conveying parties attached

Execution Date
Month Day Year

04192000

Name Baltimore Ravens L.P.

Formerly

- ☐ Individual ☐ General Partnership ☒ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other
- ☒ Citizenship/State of Incorporation/Organization Maryland

Receiving Party

☐ Mark if additional names of receiving parties attached

Name Bank of America, N.A.

DBA/KA/TA

Composed of

Address (line 1) Bank of America Corporate Center

Address (line 2) 100 North Tryon Street

Address (line 3) Charlotte

North Carolina

29255

City

State/Country

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- ☐ Corporation ☐ Association
- ☒ Other Bank

☒ Citizenship/State of Incorporation/Organization National Banking Association

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

700000751

TRADEMARK
REEL: 002039 FRAME: 0667

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Expires 06/30/99
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

212-735-3000

Name

Kenneth A. Rubenstein

Address (line 1)

Skadden, Arps, Slate, Meagher & Flom LLP

Address (line 2)

FOUR Times Square

Address (line 3)

New York, NY 10036

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document
including any attachments.

#

6

Trademark Application Number(s) or Registration Number(s)

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

75660645

75660644

75582211

75209029

75109030

75109038

Registration Number(s)

2177214

2181148

2181149

2296021

2213251

Number of Properties

Enter the total number of properties involved.

#

11

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

290

Method of Payment:

Enclosed ☐Deposit Account ☒

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

19-2385

Authorization to charge additional fees:

Yes

☒

No

☐

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Kenneth A. Rubenstein

Signature

5/9/2000

Date Signed

Name of Person Signing

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to a Security Agreement, dated as of April 19, 2000 (the "Security Agreement"), by and among Baltimore Ravens Limited Partnership (the "Borrower") and Bank of America, N.A., acting as collateral agent for the Purchasers, the Bank Investors and the Bank Lenders (each as defined in the Security Agreement; together, the "Secured Parties") (in its capacity as collateral agent hereunder and any successor in such capacity being hereinafter referred to as the "Collateral Agent") the Borrower has granted to the Collateral Agent for the ratable benefit of the Secured Parties a continuing security interest in and to, and right of set off against, the trademarks and service marks, trademark and service mark registrations and applications shown on the attached Schedule A hereto.

The security interest in and to and right of set-off against the attached trademarks and service marks and trademark and service mark registrations and application is granted in accordance with the terms and conditions of the Security Agreement and can be terminated only in accordance with the terms of the Security Agreement. In the event an irreconcilable conflict between the terms of the Security Agreement and the terms of this Notice of Conditional Assignment and Grant of Security Interest in Trademarks this Notice shall control.

Very truly yours,

BALTIMORE RAVENS LIMITED PARTNERSHIP

By:  Baltimore Ravens, Inc.,
General Partner

By: 
Name: David O. Modell
Title: President

Acknowledged and Accepted:

BANK OF AMERICA, N.A.
as Collateral Agent

By: _____
Name:
Title:

STATE OF Maryland
COUNTY OF Baltimore

I, Mary Carol Miller, a Notary Public of the County and State aforesaid, certify that David O. Modell, personally came before me this day and acknowledged that (s)he is President of Baltimore Ravens Limited Partnership, a Maryland limited partnership, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed by him/her in its name as President.

WITNESS my hand and official stamp or seal, this 10th day of April, 2000.

Mary Carol Miller
Notary Public

My Commission Expires:

(Notary Seal)

STATE OF _____
COUNTY OF _____

I, _____, a Notary Public of the County and State aforesaid, certify that _____, personally came before me this day and acknowledged that (s)he is [_____] of Bank of America, N.A. and that by authority duly given and as the act of the association, the foregoing instrument was signed by him/her in its name as _____.

WITNESS my hand and official stamp or seal, this _____ day of April, 2000.

Notary Public

My Commission Expires:

(Notary Seal)

The security interest in and to and right of set-off against the attached trademarks and service marks and trademark and service mark registrations and application is granted in accordance with the terms and conditions of the Security Agreement and can be terminated only in accordance with the terms of the Security Agreement. In the event an irreconcilable conflict between the terms of the Security Agreement and the terms of this Notice of Conditional Assignment and Grant of Security Interest in Trademarks this Notice shall control.

Very truly yours,

BALTIMORE RAVENS LIMITED PARTNERSHIP

By: Baltimore Ravens, Inc.,
General Partner

By: _____
Name: David O. Modell
Title: President

Acknowledged and Accepted:

BANK OF AMERICA, N.A.
as Collateral Agent

By: Chris Parrish
Name: CHRIS PARRISH
Title: VICE PRESIDENT

STATE OF _____

COUNTY OF _____

I, _____, a Notary Public of the County and State aforesaid, certify that _____, personally came before me this day and acknowledged that (s)he is _____ of Baltimore Ravens Limited Partnership, a _____ limited partnership, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed by him/her in its name as _____.

WITNESS my hand and official stamp or seal, this _____ day of April, 2000.

Notary Public

My Commission Expires:

(Notary Seal)

STATE OF North Carolina

COUNTY OF Mecklenburg

I, Julia A. Weitzen, a Notary Public of the County and State aforesaid, certify that Chris Parrish, personally came before me this day and acknowledged that (s)he is Vice President of Bank of America, N.A. and that by authority duly given and as the act of the association, the foregoing instrument was signed by him/her in its name as Vice President.

WITNESS my hand and official stamp or seal, this 21st day of April, 2000.


Notary Public

My Commission Expires:

August 17, 2002
(Notary Seal)



SCHEDULE A**Trademark Registrations and Applications**

Mark	Registr. No. (App. No.)	Registr. Date (App. Date)	Owner of Record
RAVENSZONE.NET	(75/660,645)	(03/15/99)	Baltimore Ravens, Inc.
RAVENZONE.NET	(75/660,644)	(03/15/99)	Baltimore Ravens, Inc.
BR RAVENS	2,296,021 (75/582,258)	11/30/99 (11/03/98)	Baltimore Ravens, Inc.
DESIGN ONLY	(75/582,211)	(11/03/98)	Baltimore Ravens, Inc.
BALTIMORE RAVENS	2,177,214 (75/075,597)	07/28/98 (03/20/96)	Baltimore Ravens L.P.
B RAVENS	2,213,251 (75/109,028)	12/22/98 (05/23/96)	Baltimore Ravens L.P.
DESIGN ONLY	(75/109,029)	(05/23/96)	Baltimore Ravens L.P.
RAVENS BR	(75/109,030)	(05/23/96)	Baltimore Ravens L.P.
DESIGN ONLY	(75/109,038)	(05/23/96)	Baltimore Ravens L.P.
RAVENS 4	2,181,148 (75/123,227)	08/11/98 (06/21/96)	Baltimore Ravens L.P.
4	2,181,149 (75/123,228)	08/11/98 (06/21/96)	Baltimore Ravens L.P.